

EXHIBIT A

Invoice**Manolio & Firestone, PLC**

8686 E. San Alberto Drive
Suite 200
Scottsdale, AZ 85258



Invoice submitted to:
Takeover Industries, Inc.

Invoice # 20141

Invoice date 11/16/2022

DUE UPON RECEIPT

Client ID: 11212

Previous balance	\$4,129.72
Payments and other transactions	(\$12,531.28)
Total fees	\$43,738.02
Total expenses	\$724.10
Interest	\$0.00
Finance charge	\$0.00
Taxes	\$0.00
Total new charges	\$44,462.12
Requested funds replenishment	\$0.00
Balance Due	\$36,060.56

**For your convenience, invoices can be paid by credit card - call 480-222-9100,
or pay online via Quickbooks (we may send a separate link to allow
for your online payment - you will NOT be billed twice).
Thank you for your business!**

Takeover Industries, Inc.

Client ID: 11212

Invoice # 20141

Invoice date 11/16/2022

Check # _____

Manolio & Firestone, PLC

8686 E. San Alberto Drive
Suite 200
Scottsdale, AZ 85258

Previous balance	\$4,129.72
Transactions	(\$12,531.28)
New charges	\$44,462.12
Funds replenishment	\$0.00
Balance due	\$36,060.56
Payment amount	\$ _____

Takeover Industries, Inc.

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Professional Services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>v. Holley et al.</u>			
6/6/2022	VLM Received and reviewed additional request to represent Joseph Pavlik and Board Resolution permitting joint representation of him (.2); introduction of T. McBride to separate counsel/referral (no charge).	0.20 \$375.00/hr	\$75.00
6/14/2022	VLM Telephone conference with Jennifer Reiter re: Joint Representation parameters and background/information on case status. Forwarded research based on T. McBride request to disqualify Matt Canini. (no charge for emails, call only)	0.44 \$375.00/hr	\$163.85
	VLM Updated Conflict Letter and Joint Defense Memorandum for Tuckers and Pavlik; circulated to all clients. Follow up emails with Jason Tucker and Joe Pavlik (no charge)	0.55 \$375.00/hr	\$206.25

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		Hrs/Rate	Amount
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
9/19/2022	VLM Conference with Jason Tucker and Joseph Pavlik re: McBride spending issues and seeking a meeting to discuss/resolve with McBride. (.4) Drafted \$375.00/hr letter to Jennifer Reiter regarding same (remaining time).	0.86	\$321.35
9/20/2022	VLM Correspondence with Jennifer Reiter re: scheduling meeting for 9/21 (no charge); Call from Jennifer and Toby McBride prior to scheduled Zoom meeting about upcoming meeting and Toby apology (.5); Held Zoom Conference/meeting (in an "open discussion forum requested by Jennifer") with - Jason Tucker and Joe Pavlik and McBride and his counsel. Discussion re: personal spending and threats by Lender re: Default on Notes (.5)	1.00 \$375.00/hr	\$375.00
	VLM Follow-up telephone conference with Messrs. Tucker and Pavlik re: meeting and how to proceed in light of Toby's spending and James' threat to call the Note(s).	0.30 \$375.00/hr	\$112.50
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
9/22/2022	VLM Received and reviewed communications from Joe Pavlik re: McBride.	0.20 \$375.00/hr	\$75.00
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]

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			Hrs/Rate	Amount
11/4/2022	VLM	Received and reviewed Scott Brunner's email "Notice" regarding James Deppoleto Notes and his intention to withhold future funding.	0.20 \$375.00/hr	\$75.00
	VLM	Received and reviewed Notice of Board Meeting from Jason (sent by Toby); email to Matt Canini and Jennifer Reiter regarding Meeting and best way to proceed; emails with Joe Pavlik regarding same.	0.88 \$375.00/hr	\$330.83
11/8/2022	WHK	Performed research on LRs for motion to withdraw as counsel for Joseph Pavlik; drafted consent form.	0.75 \$275.00/hr	\$206.25

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